

# *Meeting Copy*

## **AGENDA**

STATE BUILDING COMMISSION

EXECUTIVE SUBCOMMITTEE

HOUSE HEARING ROOM 30

LEGISLATIVE PLAZA - NASHVILLE

SEPTEMBER 20, 2010

10:30 A.M.

## CONSENT AGENDA

Review of a request for APPROVAL of the following REAL PROPERTY TRANSACTIONS, which have been reviewed and recommended for approval by Subcommittee staff:

- A. Agency: **Department of Safety – Greene County**  
Transaction: Acquisition in fee  
Provision: Waiver of one appraisal
- B. Agency: **Department of Transportation – Sevier County**  
Transaction: Disposal in fee  
Provision: Waiver of advertisement & appraisals
- C. Agency: **Finance & Administration – Davidson County**  
Transaction: Disposal by easement  
Provision: Waiver of advertisement & appraisals
- D. Agency: **F & A for Division of Intellectual Disabilities Service – Davidson County**  
Transaction: Acquisition in fee  
Provision: Waiver of one appraisal and REM fee
- E. Agency: **F & A for Division of Intellectual Disabilities Service – Davidson County**  
Transaction: Acquisition in fee  
Provision: Waiver of one appraisal and REM fee
- F. Agency: **F & A for Division of Intellectual Disabilities Service – Davidson County**  
Transaction: Acquisition in fee  
Provision: Waiver of one appraisal and REM fee and demolish improvements
- G. Agency: **F & A for Division of Intellectual Disabilities Service – Davidson County**  
Transaction: Acquisition in fee  
Provision: Waiver of one appraisal and REM fee and demolish improvements

## TENNESSEE BOARD OF REGENTS

### East Tennessee State University, Johnson City, Tennessee

- 1) Review of a request for APPROVAL of a REVISION in FUNDING from \$2,000,000.00 to \$1,999,364.00 (\$636.00 decrease) for **Brown Hall Infrastructure Replacement** at East Tennessee State University, Johnson City, Tennessee.

<b>Revised Estimated Project Cost:</b>	<b>\$1,999,364.00</b>		
<u>Source of Funding:</u>	<u>Original</u>	<u>Change</u>	<u>Revised</u>
2011 State Funds* (A)	\$2,000,000.00	(\$2,000,000.00)	\$ 0.00
ARRA Funds (NSF Grant) (F)	0.00	1,999,364.00	1,999,364.00
TOTAL	\$2,000,000.00	(\$ 636.00)	\$1,999,364.00
SBC Project No.	166/005-06-2010		

Facility Systems Consultants, LLC is the designer for this project. The original funding should have been designated as a federal grant. The ARRA Funds went to the National Science Foundation who in turn awarded a grant to ETSU.

### Tennessee State University, Nashville, Tennessee

- 1) Review of a request for a REVISION in SOURCE of FUNDING, for **CARP Roof Replacement** at Tennessee State University, Nashville, Tennessee.

<b>Estimated Project Cost:</b>	<b>\$135,000.00</b>		
<u>Source of Funding:</u>	<u>Original</u>	<u>Change</u>	<u>Revised</u>
Federal USDA Grant (F)	\$135,000.00	(\$135,000.00)	\$ 0.00
2011 State Funds* (A)	0.00	135,000.00	135,000.00
TOTAL	\$135,000.00	\$ 0.00	\$135,000.00
SBC Project No.	166/001-01-20010		

Gould Turner Group, P.C. is the designer for the roof replacement on this 1982 building.

### University of Memphis, Memphis, Tennessee

- 1) Review of a request for APPROVAL of a REVISION in SOURCE of FUNDING for **Old Law Building HVAC Updates** at the University of Memphis in Memphis, Tennessee.

<b>Estimated Project Cost:</b>	<b>\$4,750,000.00</b>		
<u>Source of Funding:</u>	<u>Original</u>	<u>Change</u>	<u>Revised</u>
ARRA Funds (F)	\$4,750,000.00	(\$4,597,644.47)	\$ 152,355.53
2011 State Funds* (A)	0.00	4,597,644.47	4,597,644.47
TOTAL	\$4,750,000.00	\$ 0.00	\$4,750,000.00
SBC Project No.	166/007-08-2009		

Haltom Engineering, LLC is the designer for this complete HVAC replacement project.

- 2) Review of a request for APPROVAL of a REVISION in SOURCE of FUNDING for **Administration Building IT Renovations** at the University of Memphis in Memphis, Tennessee.

**Estimated Project Cost: \$480,000.00**

<u>Source of Funding:</u>	<u>Original</u>	<u>Change</u>	<u>Revised</u>
ARRA Funds (F)	\$480,000.00	(\$463,216.00)	\$ 16,784.00
2011 State Funds* (A)	0.00	463,216.00	463,216.00
TOTAL	\$480,000.00	\$ 0.00	\$480,000.00
SBC Project No.	166/007-15-2009		

Keith Kays is the designer for this interior renovation project.

- 3) Review of a request for APPROVAL of a REVISION in SOURCE of FUNDING for **Several Building Energy Upgrades** at the University of Memphis in Memphis, Tennessee.

**Estimated Project Cost: \$600,000.00**

<u>Source of Funding:</u>	<u>Original</u>	<u>Change</u>	<u>Revised</u>
ARRA Funds (F)	\$600,000.00	(\$586,196.78)	\$ 13,803.22
2011 State Funds* (A)	0.00	586,196.78	586,196.78
TOTAL	\$600,000.00	\$ 0.00	\$600,000.00
SBC Project No.	166/007-01-2010		

Branham & Lloyd, LLC is the designer for this energy corrections project.

- 4) Review of a request for APPROVAL of a REVISION in SOURCE of FUNDING for **Several Building Envelope Repairs** at the University of Memphis in Memphis, Tennessee.

**Estimated Project Cost: \$1,300,000.00**

<u>Source of Funding:</u>	<u>Original</u>	<u>Change</u>	<u>Revised</u>
ARRA Funds (F)	\$1,300,000.00	(\$1,296,865.00)	\$ 3,135.00
2011 State Funds* (A)	0.00	1,296,865.00	1,296,865.00
TOTAL	\$1,300,000.00	\$ 0.00	\$1,300,000.00
SBC Project No.	166/007-02-2010		

SSR Ellers, Inc. is the designer for this exterior repairs project.

\* 2011 State Fund is the non-recurring state funds that replaced the campus ARRA allocation for FY 2011.

## TENNESSEE BOARD OF REGENTS

### LAND ITEM

Review of a request for APPROVAL to OBTAIN TITLE WORK, APPRAISALS, SURVEY and EXERCISE OPTION to ACQUIRE or ACCEPT as GIFT, required interest in the following real property, not to exceed the appraised value for the property being acquired:

Description: **Rutherford County – 247 North Rutherford Blvd., Murfreesboro, TN – Trans. No. 10-03-005 (Woodard)**

Purpose: Acquisition in fee to purchase the property for future campus expansion. Property is in the Master Plan.

Source of Funding: Campus Plant Funds

Agency Estimated Cost: \$650,000

Appraisal Value: \$550,000 (A)

Owner(s): WLF Properties, Inc.

SSC Report: 04/12/10. Jurgen Bailey summarized the transaction. Staff requested that appraisal value be brought back before we acquire the property. Staff referred to consent agenda along with that restriction.

SC Report: 04/19/10. Commissioner Goetz asked for this to be deferred until appraisal is completed.

### **Further Request:**

Fair Market value is \$550,000. The seller has agreed to sell it and has signed an option.

SSC Report: 09/13/10. Jurgen Bailey summarized the transaction. Staff referred to Subcommittee with recommendation.

## TENNESSEE BOARD OF REGENTS

### LAND ITEM

Review of a request for APPROVAL to OBTAIN TITLE WORK, APPRAISALS, SURVEY and EXERCISE OPTION to ACQUIRE or ACCEPT as GIFT, required interest in the following real property, not to exceed the appraised value for the property being acquired:

Description:	<b><u>Sumner County – 122.5 +/- acres – 2620 Highway 25 West, Cottontown, TN – Trans. No. 10-08-015 (Woodard)</u></b>
Purpose:	Acquisition by gift to accept property from the Tony Ray Spurlock estate for the benefit of Volunteer State Community College. Volunteer State Community College will use the property for programs and courses related to STEM disciplines and Veterinary Clinic.
Source of Funding:	Campus Plant Funds (Administrative costs) (A)
Estimated Cost:	Gift – value of entire property is \$1.5 million (O)
Owner(s):	Tony Ray Spurlock Estate
Comments:	Total amount of acres is 268 +/- . The TBR will receive 122.5 +/- acres and 145.5 +/- acres is for Tony Ray Spurlock Estate.
SSC Report:	09/13/10. Jurgen Bailey summarized the transaction. Special Counsel Steven Hart from the Attorney General's office explained the Agreed Order of Compromise and Settlement Agreement. He stated that Volunteer State would receive the entire 268 +/- acres and would convey out 145 +/- acres to other beneficiaries. The State would retain 122 +/- acres to be used for Ag Sciences (Veterinarian Technology). Use of property will be for conservation, environmental technology with options in forestry, wildlife management, parks and recreation and farming with the expressed direction that the open land remain pasture land. Staff referred to Subcommittee with recommendation.

## TENNESSEE BOARD OF REGENTS

### LEASE AGREEMENT

Review of a request for APPROVAL of the following LEASE ADMENDMENT for the rental of real property and WAIVER of ADVERTISEMENT as required by TCA 12-2-115:

Location: **Shelby County – 500 Winchester Blvd., Collierville, TN – Trans. No. 10-09-900 (Baltz)**

Purpose: To provide classroom/office/computer room spaces for the University of Memphis.

Term: January 1, 2011 thru December 31, 2013 (3 yrs)

Proposed Amount: 19,800 square feet.  
Annual contract rent includes utilities & janitorial cost  
Increase of 3.5% (A) each year as follows:

January 1 thru December 31, 2011	\$208,581.00	@ \$10.53/sf
January 1 thru December 31, 2012	\$215,881.00	@ \$10.90/sf
January 1 thru December 31, 2013	\$223,437.00	@ \$11.28/sf
<b>Total Average Annual Effective Rent Cost:</b>	<b>\$215,966.33</b>	<b>@ \$10.91/sf</b>

Current Amount: 19,800 Square Feet  
Annual Contract Rent Incl. Utilities &  
Janitorial Cost: \$201,530.00 @ \$10.18 / sf  
Total Annual Effective Cost: \$201,530.00 @ \$10.18 / sf

Type: Amendment #12

FRF Rate: \$18.00

Lessor: Carrier Corporation

Comment: The UoM has been in this facility since 1999. There are no other higher education institutions present in the Collierville area. The UoM offers undergraduate degree programs in business and education as well as MBA and other courses that support a variety of degree programs at the Collierville location.

SSC Report: 09/13/10. Bob King summarized the transaction. Dick Tracy stated that the City has offered a school facility that is not being use presently by the City for their benefit and would rent the space at a reasonable price. TBR is looking into this facility for a long term lease and move out of the current lease with Carrier Corporation which has a 90-day cancellation clause. Staff referred to Subcommittee with recommendation.

## DEPARTMENT OF ENVIRONMENT & CONSERVATION

### LAND ITEM

Review of a request for APPROVAL to OBTAIN TITLE WORK, APPRAISALS, SURVEY and EXERCISE OPTION to ACQUIRE or ACCEPT as GIFT, required interest in the following real property, not to exceed the appraised value for the property being acquired:

Description: **Maury County – 84.65 +/- acres – Spring Hill Battlefield property adjacent to the Rippavilla Plantation historic site, Spring Hill, TN – Trans. No. 10-08-016 (McLeod)**

Purpose: Acquisition by gift of a conservation easement to the State for battlefield protection. The preservation of this Spring Hill battlefield property is a cooperative effort of the federal American Battlefield Protection Program (A.B.P.P.), the State of Tennessee Historical/Wars Commission, and the Civil War Preservation Trust (C.W.P.T.). The C.W.P.T. will purchase the property from Saturn/GM.

In order to provide further protection of the historic site, and to comply with requirements of the A.B.P.P., the C.W.P.T. will donate a conservation easement to the State.

Source of Funding: While the conservation easement will be received by gift, the State is acting as a pass through entity for federal funding from the American Battlefield Protection Program to the Civil War Preservation Trust to assist Civil War Preservation Trust to purchase the property.

American Battlefield Protection Program:	\$1,900,000.00 (F) (THC)
Civil War Preservation Trust:	\$1,900,000.00 (O)

Estimated Cost: The State will act as the pass through entity for the American Battlefield Protection Program funding, utilizing an endowment grant from the Tennessee Historical/Wars Commission to the Civil War Preservation Trust. The Civil War Preservation Trust will donate the conservation easement to the State of Tennessee.

Owner(s): Current Owner is the Industrial Board of Maury County, which will transfer the property to GM/Saturn based upon an option to purchase. GM/Saturn is seller to the Civil War Preservation Trust.

Comment: This property is a portion of the area leased by GM/Saturn. This property adjoins Rippavilla Historical site. C.W.P.T. will hold fee simple title subject to State's conservation easement.

SSC Report: 09-13-10. Jurgen Bailey summarized the transaction. Kim Kirk from the attorney office for TDEC explained the purpose of this project in more detail. Staff referred to Subcommittee with recommendation.

## DEPARTMENT OF FINANCE AND ADMINISTRATION

### LAND ITEM

Review of a request for APPROVAL of the following DISPOSAL by EASEMENT of interest in real property with WAIVER of ADVERTISEMENT and APPRAISALS as required by TCA 4-15-102 and 12-2-112.

Description:	<b><u>Davidson County – 0.30 +/- acres – Dell campus, Nashville, TN – Trans. No. 10-07-016 B (McLeod)</u></b>
Purpose:	Disposal by easement for permanent sewer & drainage easement.
Estimated Sale Price:	Grant for public purpose
Grantee:	Metropolitan Government of Nashville
SSC Report:	09/13/10. Jurgen Bailey summarized the transaction. Attorney Wes Shofner, attorney representing Dell and Metro Nashville stated that the sewer line was part of a Memorandum of Understanding between the State, Metro and Dell to assist Dell to move to Nashville. There was some question as to ownership of this tiny sliver of land but it has since been determined that the State owns it and will be the Grantor to the easement. Staff referred to Subcommittee with recommendation.

## DEPARTMENT OF FINANCE AND ADMINISTRATION

### Bicentennial Mall, Nashville, Tennessee

- 1) Review of a request for ACKNOWLEDGEMENT of a TEMPORARY EASEMENT to Virginia Civil War Trails, Inc., representing the Tennessee Department of Tourist Development, for the installation and future maintenance of two historic **Civil War Markers** to be placed at the Bicentennial Mall and Belvidere Overlook at the north side of the State Capitol.

*SBC Project No.*                      *529/000-08-2010*

This request by the TN Dept of Tourist Development to place these two markers has been reviewed by the Office of the State Architect with recommendation to, and final approval from, the Capitol Commission.

## STATE BUILDING COMMISSION

### **Minutes of Executive Subcommittee Meeting**

- 1) READING and APPROVAL of the Minutes of the Executive Subcommittee meeting held on August 31, 2010.

### **Designer Selections**

- 1) Review of a request for APPROVAL of the DESIGNER SELECTIONS from the September 9 SBC meeting, which were referred by the State Building Commission, with authority to act.

DEPARTMENT OF SAFETY

LAND ITEM

Review of a request for APPROVAL to OBTAIN TITLE WORK, APPRAISAL, SURVEY and EXERCISE OPTION to ACQUIRE or ACCEPT as GIFT and WAIVER ONE (1) APPRAISAL, required interest in the following real property, not to exceed the appraised value for the property being acquired:

Description: **Greene County – 3.48 +/- acres – Greeneville, TN – Trans. No. 09-12-016 (Jackson)**

Purpose: Acquisition in fee of land and tower to be used to support antenna and feed lines installed to provide expanded and more reliable coverage for THP's radio systems.

Source of Funding: Federal funds

Estimated Cost: Estimated cost \$500,000; Negotiated cost \$300,000 (A)

Owner(s): Jimmy A. Epperson

SSC Report: 1-19-10. Jurgen Bailey summarized the transaction. This land and tower will serve multiple State agencies with better communication capabilities throughout Greene County. The price to build a tower only is estimated at \$500,000. However this negotiated price of \$300,000 includes land, tower and out buildings. Staff referred to Sub Committee with recommendation.

SC Action: 01-25-10. Jurgen Bailey presented the transaction. He said that, normally, these towers cost \$500,000 to construct, but that the Department of Safety had been able to negotiate the land, tower and some out buildings for \$300,000. Subcommittee approved the request as presented.

**Further approval request: (Disposal by lease to Jimmy A. Epperson)**

1. An initial five (5) year term at the rate of Ten dollars (\$10.00) per year
2. The option to exercise up to two (2) additional five (5) year lease terms at the same yearly rate
3. Exclusive use of 10 foot by 8 foot space in the building that is contiguous and runs along one of the side walls so as to have access to power
4. The right to keep and maintain in their present location the five (5) existing antennas Mr. Epperson has installed on the tower
5. Reservation of Mr. Epperson's exclusive right to place up to eight (8) additional antennas on the tower between the 60 foot and 105 foot level so as to be able to relocate, if prudent, Mr. Epperson's other present Viking Mountain customers.

**Department of Safety – continued:**

SSC Report:               09/13/10. Jurgen Bailey summarized the transaction. Capt. Robert Brown & Steve Philyaw from THP stated that the State would benefit from purchasing this tower instead of renting it from Mr. Epperson. Staff referred to Subcommittee for consent agenda.

DEPARTMENT OF TRANSPORTATION

LAND ITEM

Review of a request for APPROVAL of the following DISPOSAL of interest in real property with WAIVER OF APPRAISALS AND ADVERTISEMENT as required by TCA 4-15-102 and 12-2-112:

Description:	<b><u>Sevier County – 0.153 +/- acres – North Parkway State Route 448, Sevierville, TN – Trans. No. 10-08-017 (Baugh)</u></b>
Purpose:	Disposal in fee to settle three condemnation cases with Waters & Waters, LLC.
Original Cost to State:	\$14,160
Date of Original Conveyance:	2002
Grantor Unto State:	Several owners
Grantee:	Waters & Waters, LLC
Comment:	If the landowners can obtain title to some uneconomic remnants' acquired by the State (approx. ½ acre) they will convey to us their interests in an alley containing approx. ½ acre which lies within the right of way. This land swap along with a total of \$35,850 over the deposit in the court would settle then three condemnation cases. (16.5 % increase over State's deposit). TDOT will retain the drainage easement.
SSC Report:	09/13/10. Jurgen Bailey summarized the transaction. Terry Tucker from the Attorney General's office in Knoxville explained that these small slivers of land were no longer needed by TDOT and by settling these transactions with the property owner the State would save considerable amounts of money instead of risking a jury trial in Sevier County. Staff referred to Subcommittee for consent agenda.

DEPARTMENT of FINANCE and ADMINISTRATIONLAND ITEM

Review of a request for APPROVAL of the following DISPOSAL by EASEMENT of interest in real property with WAIVER of ADVERTISEMENT and APPRAISALS as required by TCA 4-15-102 and 12-2-112.

Description:	<b><u>Davidson County – 3,400 sf easement – Dell campus, Nashville, TN – Trans. No. 10-07-016 A (McLeod)</u></b>
Purpose:	Disposal by easement for permanent sewer & drainage easement.
Estimated Sale Price:	Grant for public purpose
Grantee:	Metropolitan Government of Nashville
SSC Report:	09/13/10. Jurgen Bailey summarized the transaction. Attorney Wes Shofner, representing Dell and Metro Nashville stated that the water line easement was part of a Memorandum of Understanding between the State, Metro and Dell that the State would provide utilities easements through the site to help bring Dell to Nashville. The utility lines were built. Metro needs the easement document to be able to maintain and service the line. Staff referred to Subcommittee for consent agenda.

FINANCE & ADMINISTRATION  
for  
DIVISION OF INTELLECTUAL DISABILITIES SERVICE

LAND ITEM

Review of a request for APPROVAL to OBTAIN TITLE WORK, APPRAISAL, SURVEY and EXERCISE OPTION to ACQUIRE or ACCEPT as GIFT, and WAIVER OF REM FEES required interest in the following real property, not to exceed the appraised value for the property being acquired:

Description: **Davidson County – 10.0 +/- acres – Tulip Grove Road, Hermitage, TN – Trans. No. 09-01-006 (Woodard)**

Purpose: Acquisition in fee to construct an Intermediate Care Group Home.

Source of Funding: SBC 346/000-05-2005

Estimated Cost: \$230,000.00 (A)

Owner(s): Rhonda Sadler / Sadler Homes, Inc.

SSC Report: 02-17-09. Jurgen Bailey presented the transaction. Staff referred to Sub-Committee for discussion.

SC Action: 02-23-09. Jurgen Bailey presented the transaction. Secretary Hargett asked how many homes could be located on the property. Commissioner Norris responded that it depends how the land configures. He added that, normally, ten acres would accommodate three of these large homes, including ample parking. Secretary Hargett asked if this was in a subdivision. Mr. Bailey said that it is currently a 10 acre vacant tract with utilities coming to the site. Treasurer Lillard commented that the drawing looks like homes surrounding the site and asked if the local community had been notified of these group home acquisitions. Commissioner Norris said he didn't think so, and added that it is a mixed use area of commercial and residential. Secretary Hargett asked if it would create a hardship to defer to the next meeting until such contact has been made with the residents. Commissioner Norris said that he didn't think it would create a hardship. The request was deferred for one month.

SSC Report: 09/13/10. Jurgen Bailey summarized the transaction. Staff referred to Subcommittee for consent agenda.

FINANCE & ADMINISTRATION  
for  
DIVISION OF INTELLECTUAL DISABILITIES SERVICE

LAND ITEM

Review of a request for APPROVAL to OBTAIN TITLE WORK, APPRAISAL, SURVEY and EXERCISE OPTION to ACQUIRE or ACCEPT as GIFT, and WAIVER OF REM FEES and ONE (1) APPRAISAL required interest in the following real property, not to exceed the appraised value for the property being acquired:

Description: **Davidson County – 5.1+/- acres – 880 Tulip Grove Road, Hermitage, TN – Trans. No. 10-07-027 (Woodard)**

Purpose: Acquisition in fee to construct a four (4) bedroom Intermediate Care Group Home.

Source of Funding: SBC 346/000-05-2005/Bonds

Estimated Cost: \$125,000 (A)

Owner(s): John and Nicole Levoy

SSC Report: 09/13/10. Jurgen Bailey summarized the transaction. Staff referred to Subcommittee for consent agenda.

FINANCE & ADMINISTRATION  
for  
DIVISION OF INTELLECTUAL DISABILITIES SERVICE

LAND ITEM

Review of a request for APPROVAL to OBTAIN TITLE WORK, APPRAISAL, SURVEY and EXERCISE OPTION to ACQUIRE or ACCEPT as GIFT and APPROVAL to DEMOLISH the IMPROVEMENTS AND WAIVER ONE (1) APPRAISAL and WAIVER OF REM FEES required interest in the following real property, not to exceed the appraised value for the property being acquired:

Description: **Davidson County – 2.0 +/- acres – 113 A McGavock Pike, Nashville, TN – Trans. No. 09-02-007 (Woodard)**

Purpose: Acquisition in fee to construct an Intermediate Care Group Home.

Source of Funding: SBC 346/000-05-2005

Estimated Cost: \$139,000.00 (A)

Owner(s): Michael S. Petty

SSC Report: 02-17-09. Jurgen Bailey presented the transaction. Staff referred to Subcommittee for discussion.

SC Action: 02-23-09. At the Subcommittee's request, the matter was deferred for one month.

SSC Report: 09/13/10. Jurgen Bailey summarized the transaction. Staff referred to Subcommittee for consent agenda.

FINANCE & ADMINISTRATION  
for  
DIVISION OF INTELLECTUAL DISABILITIES SERVICE

LAND ITEM

Review of a request for APPROVAL to OBTAIN TITLE WORK, APPRAISAL, SURVEY and EXERCISE OPTION to ACQUIRE or ACCEPT as GIFT and WAIVER OF ONE (1) APPRAISAL required interest in the following real property, not to exceed the appraised value for the property being acquired:

Description: **Davidson County – 805 Saunders Court, Nashville, TN – Trans. No. 08-11-026 (Woodard)**

Purpose: Acquisition in fee to construct three (3) Mental Retardation Group Homes

Source of Funding: SBC – 346/000-05-2005

Estimated Cost: \$100,000 (A)

Owner(s): David Lee Gregory

SSC Report: 12-15-08. Jurgen Bailey summarized the transaction. Staff referred to Subcommittee for consent agenda.

SC Report: 12-22-08. Subcommittee approved the transaction as presented.

**Further request: 9-13-10**

APPROVAL to DEMOLISH the IMPROVEMENTS and WAIVER OF REM FEES